

**MARVEL**  
**COMICS**

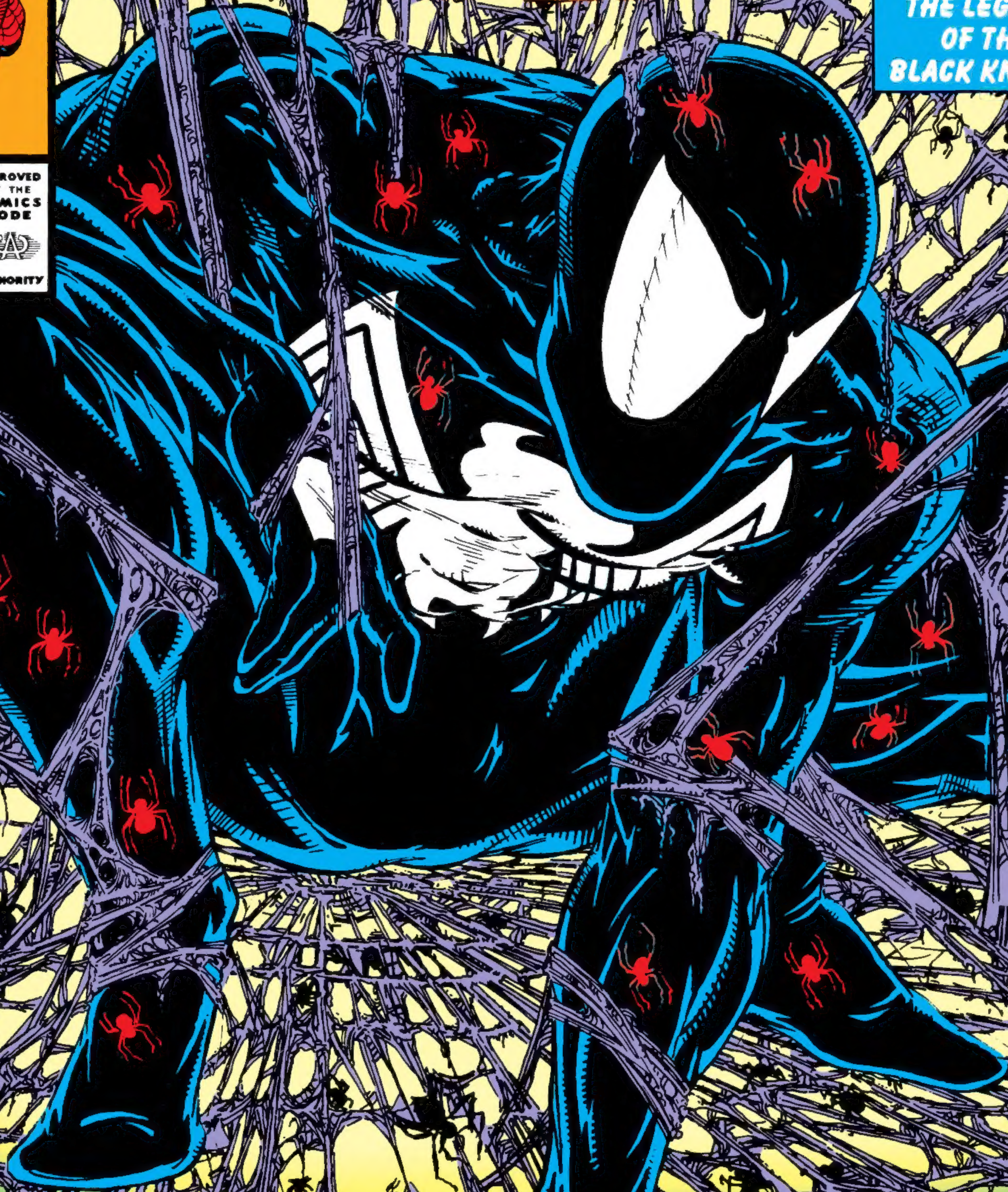


\$1.75 US  
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**13**  
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APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

# 13 TH ALL-NEW COLLECTOR'S ITEM ISSUE! SPIDER-MAN

THE LEGEND  
OF THE  
BLACK KNIGHT™



**"SUB-CITY"**  
PART ONE OF TWO

M'Farlane  
71



OMMPF!  
Why don't they  
make this pipe  
bigger?

They never  
do nuthin'  
to help us.

So we got  
to do dis by  
myselfs.

Leader needs  
another bad one.  
Me get it for him...

TODD McFARLANE • ART  
• STORY  
• LETTERS

--- then me and  
friends can get  
food.

And me  
hungry.

CLANK

Oh good!  
There be one  
already.

Time for  
a surprise.

GREG WRIGHT • JIM SALICRUP • TOM DEFALCO  
COLORS EDITS ?



Stan  
Lee  
PRESENTS:

THE TIRED OLD BUM HAS  
FINALLY GOTTEN TO SLEEP.  
HERE IN THE BLEAK BACK  
ALLEYS OF NEW YORK,  
A SMALL PIECE OF DIRT  
HAS BEEN TURNED INTO  
A TEMPORARY HAVEN.

LOUD NOISES WAKE HIM.  
HE CAN'T FOCUS UPON  
WHAT WOKE HIM-- NOR  
WILL HE EVER BE  
GIVEN THE CHANCE.

UH?  
WHOZZAT?!

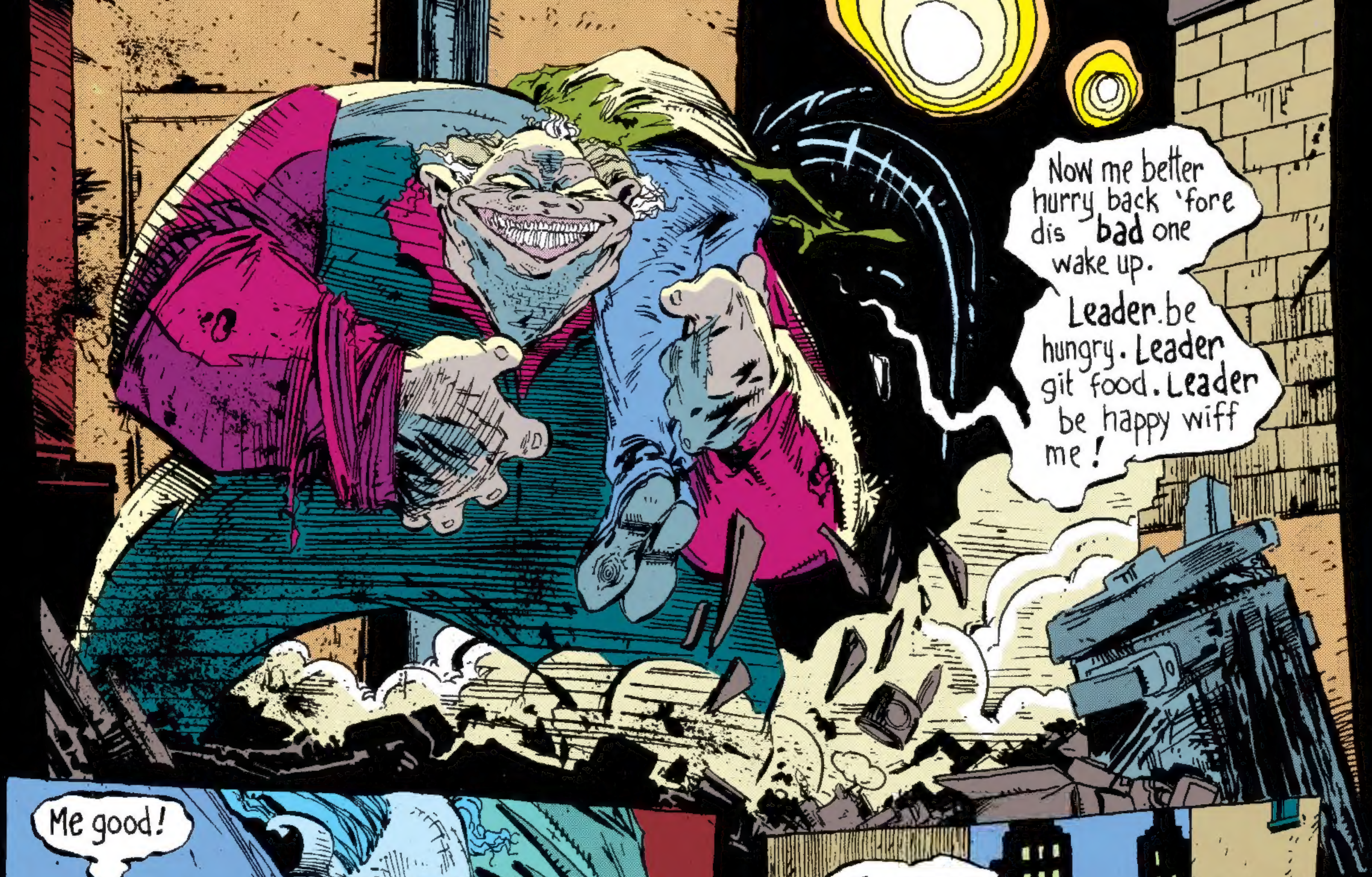
SHUD UP,  
OL' MAN!

OH-OH! I maybe  
hit it too hard!

I forget  
how soft the  
bad ones  
can be.

City  
Part 1





Now me better  
hurry back 'fore  
dis bad one  
wake up.

Leader be  
hungry. Leader  
git food. Leader  
be happy wiff  
me!



Me good!

good.  
good.  
good.



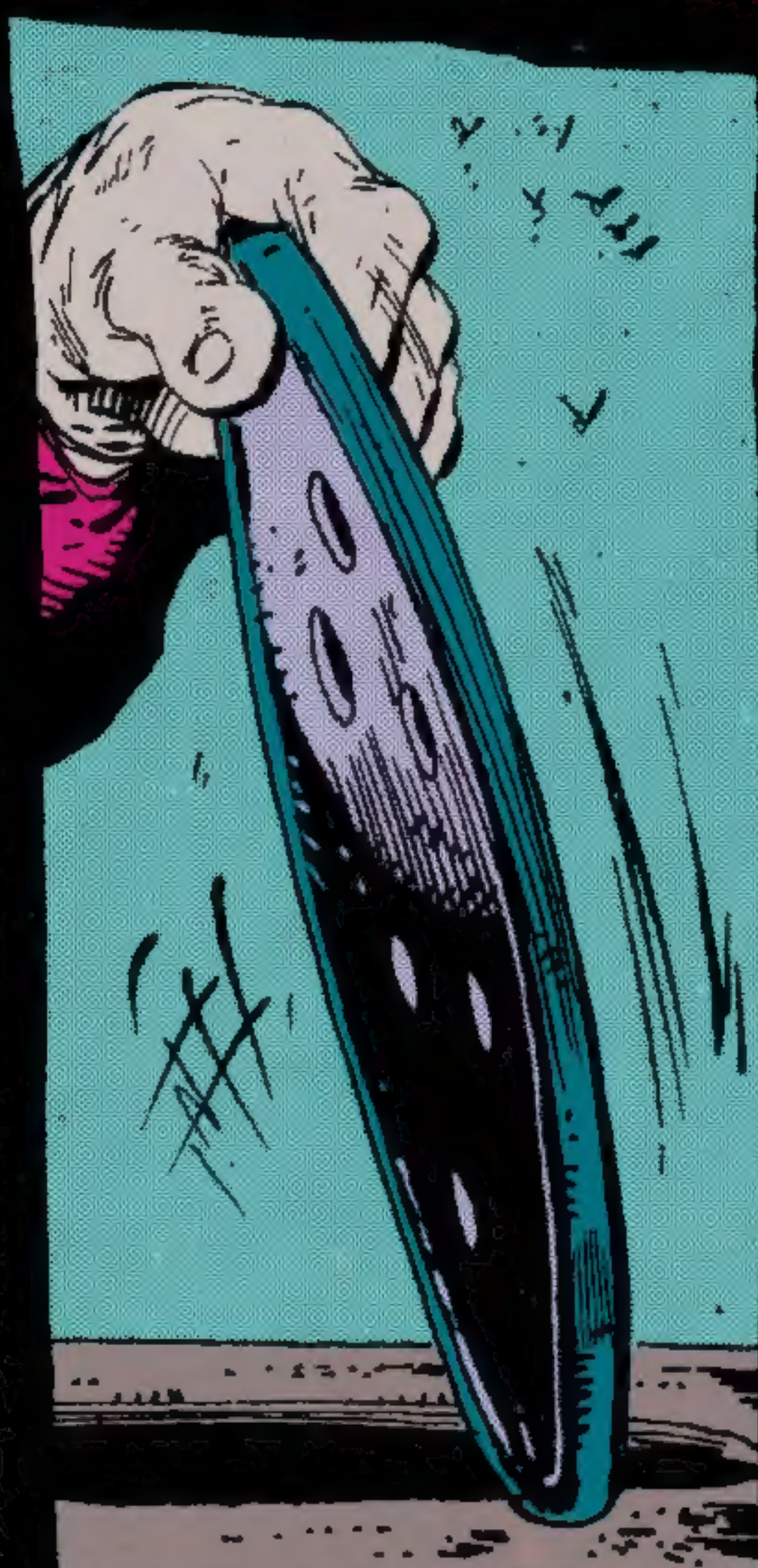
Tomorrow  
me find another  
bad one.

Maybe one  
not so  
soft!

But me must  
go. Lights  
start to make  
eyes hurt.



Bad ones  
like lights.



Not me and  
my good friends.  
no way.

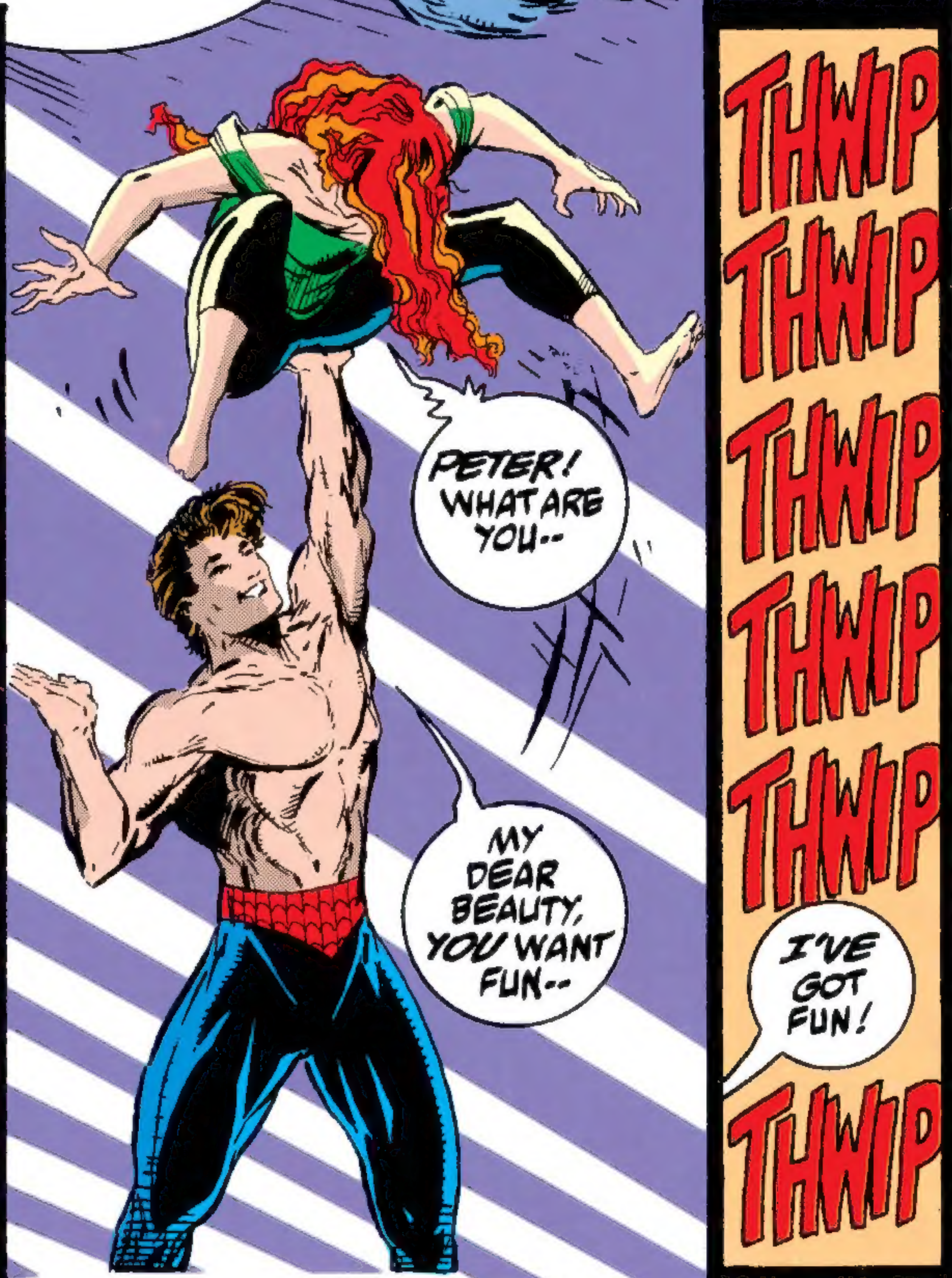
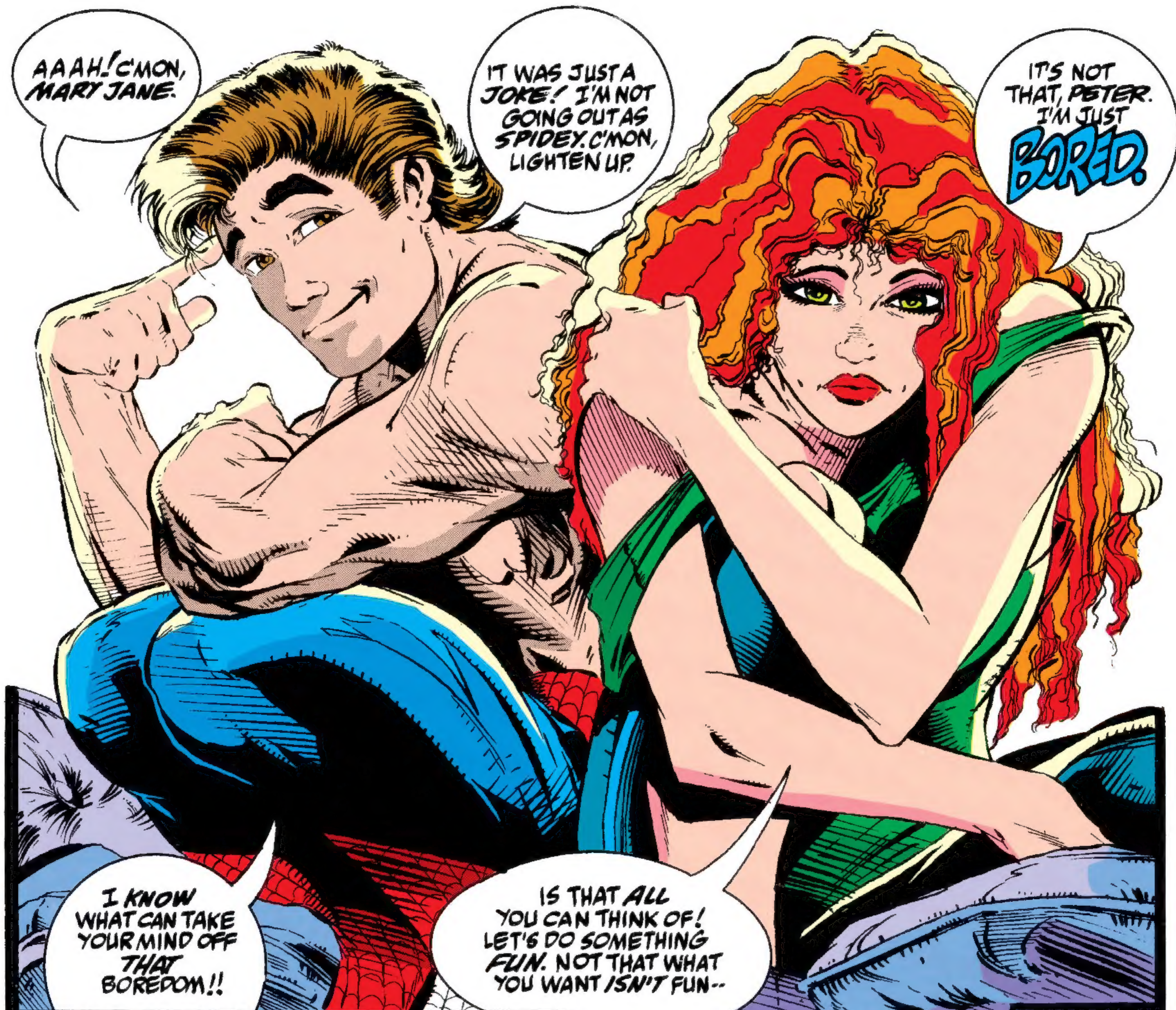
Bye-bye bad  
peoples!



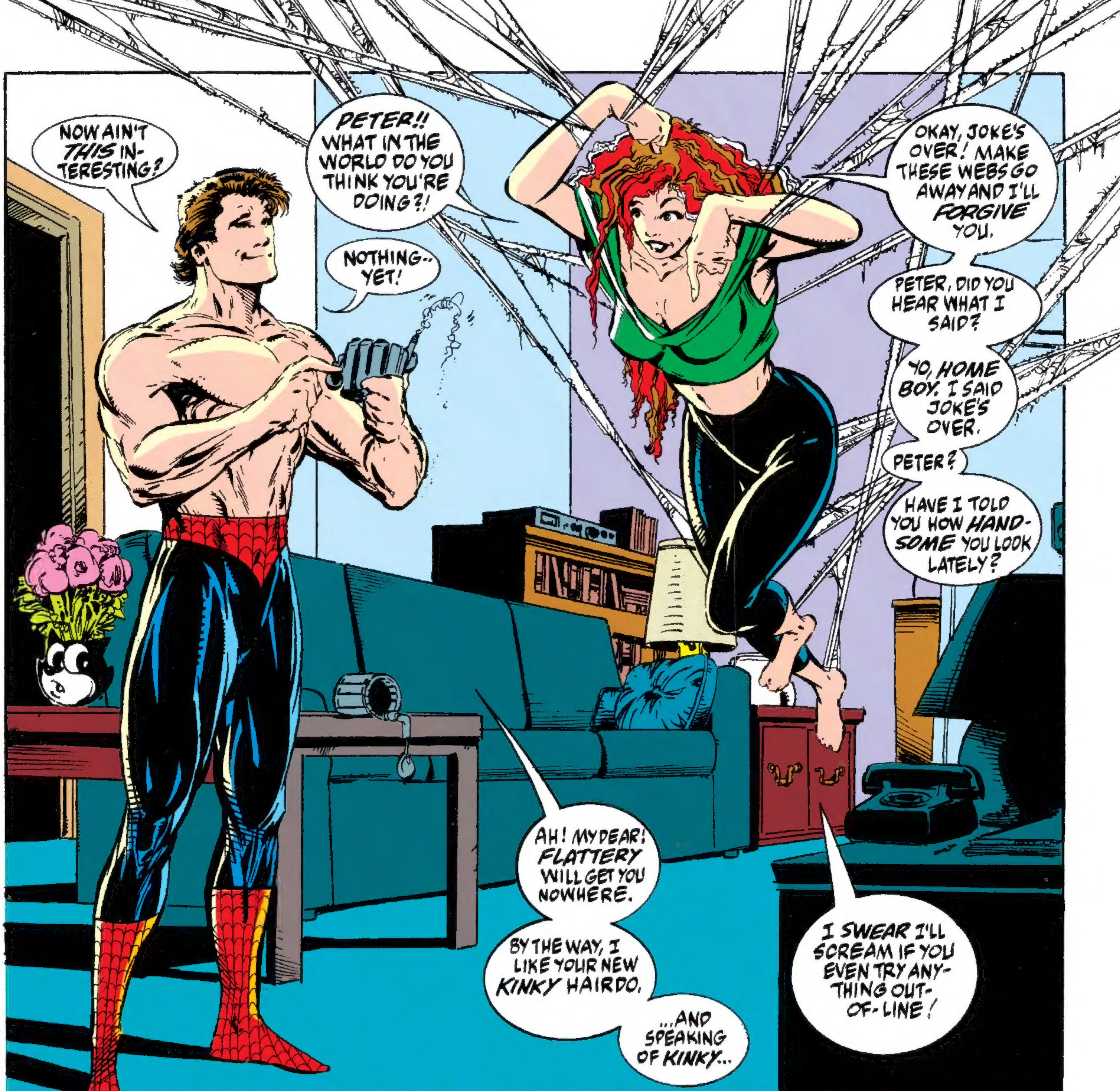
Ooo  
oh  
ya!!

Dis  
is  
better.











THE NEXT MORNING PETER SWINGS ACROSS TOWN TO THE DAILY BUGLE, HOPING TO LATCH ON TO A FEW PHOTO ASSIGNMENTS AND TALK TO A FEW FRIENDS ABOUT WORK.

HE HAS ONE FAVORITE AMONG THEM!

sniff sniff  
I THINK I SMELL JONAH ALREADY!

JONAH, THIS IS WEIRD!  
ALL THOSE GUYS KIDNAPPED IN THE SAME FOUR BLOCK AREA. THE OTHER BUMS ARE AFRAID FOR THEMSELVES. ONE OF 'EM TOLD ME THAT...

ARE YOU OUT OF YOUR MIND!

YOU FIND ME A MURDER DISASTER OR SEX TRIANGLE!

THAT I'LL PRINT!

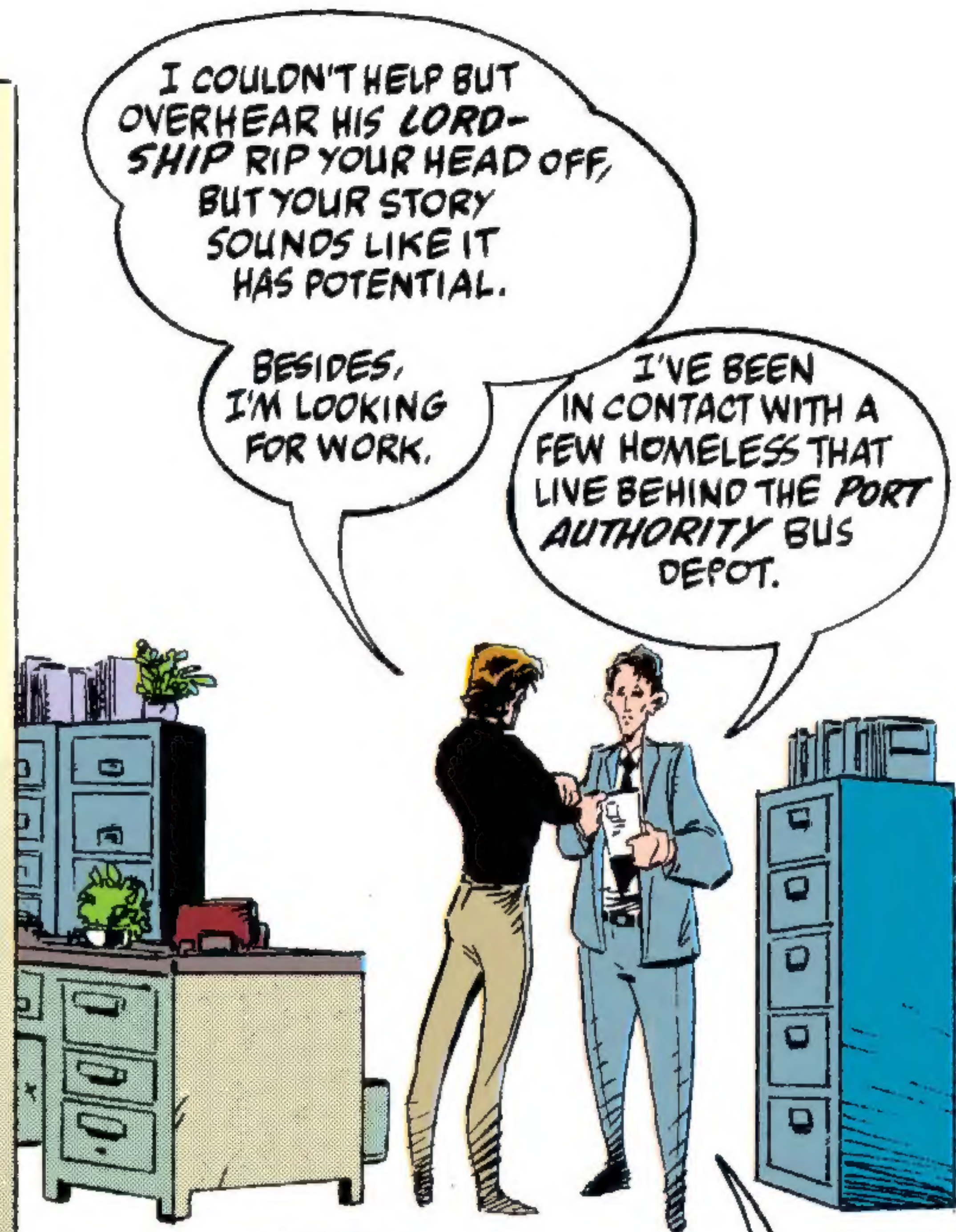
I DON'T CARE ABOUT BUMS! I WANT REAL STORIES!





YO, CARL!  
WHAT'S UP?

I TELL YOU  
THIS JOB GETS  
HARDER AND  
HARDER EVERY  
DAY.  
THINK I'M  
CONCERNED ABOUT  
SOME BLOODY BUMS.



I COULDN'T HELP BUT  
OVERHEAR HIS LORD-  
SHIP RIP YOUR HEAD OFF,  
BUT YOUR STORY  
SOUNDS LIKE IT  
HAS POTENTIAL.

BESIDES,  
I'M LOOKING  
FOR WORK.

I'VE BEEN  
IN CONTACT WITH A  
FEW HOMELESS THAT  
LIVE BEHIND THE PORT  
AUTHORITY BUS  
DEPOT.

NOW I  
KNOW THEY'RE NOT  
THE MOST RELIABLE  
SOURCES, BUT A COUPLE OF  
THEM WERE TELLING  
ME ABOUT THEIR  
FRIENDS.

THEY SAY THAT  
FIVE OF THEM HAVE  
DISAPPEARED, NOT  
LEFT. SAY THEY'VE  
BEEN KIDNAPPED!



THEY AREN'T SAYING  
THEY LEFT, PETER,  
THE INFO I'VE GOT  
SAYS THEY WERE  
BODILY REMOVED.

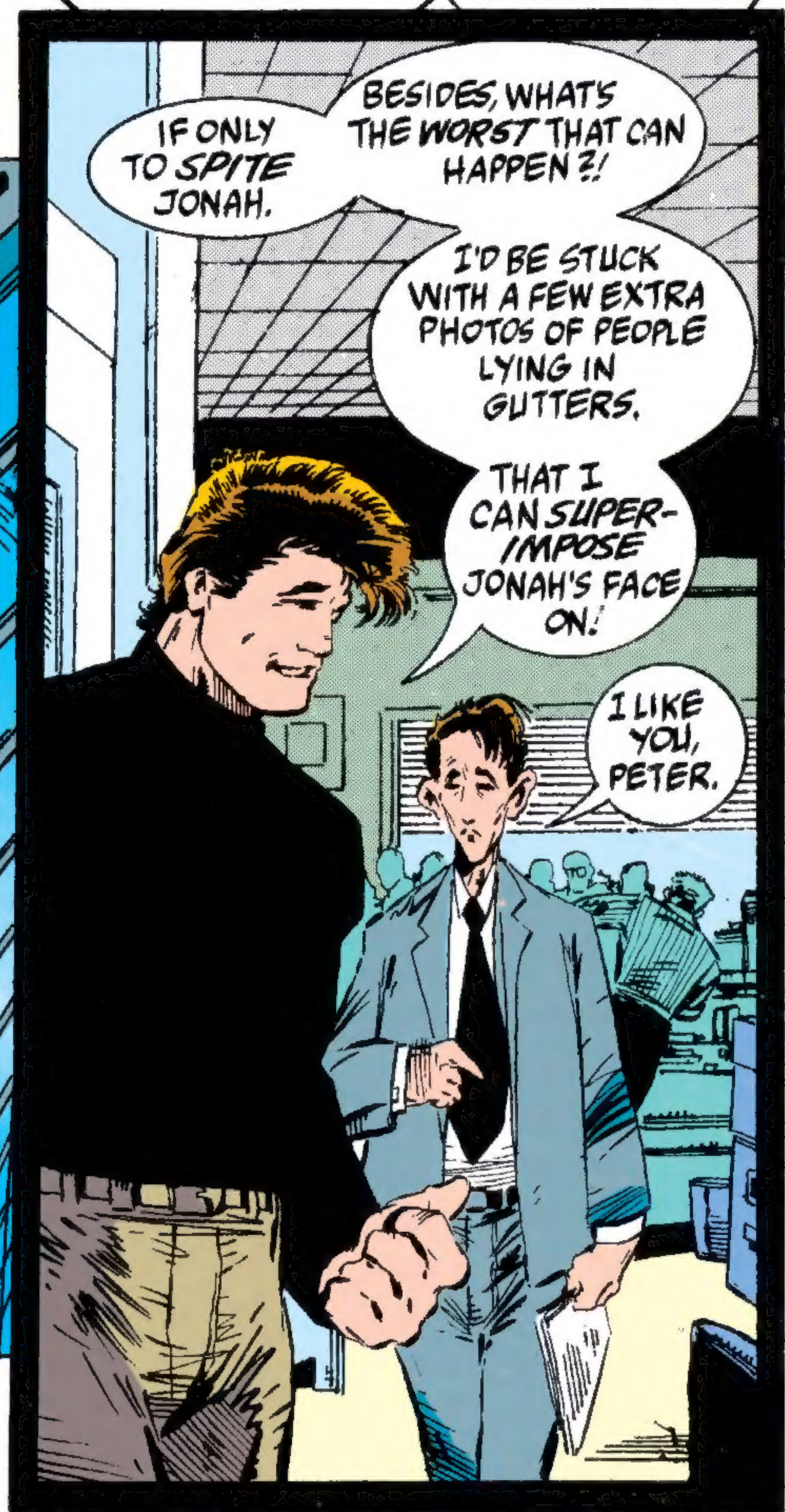
ALL FROM  
THE SAME  
FIVE BLOCK  
AREA.

TROUBLE IS,  
I CAN'T SELL  
THE STORY  
AND JONAH  
DOESN'T  
WANT ME TO  
PURSUE IT  
FURTHER.

BUT, IF  
WE COULD  
GET A FEW  
PICS--!



CARL,  
LET'S DO  
IT.



IF ONLY  
TO SPITE  
JONAH.

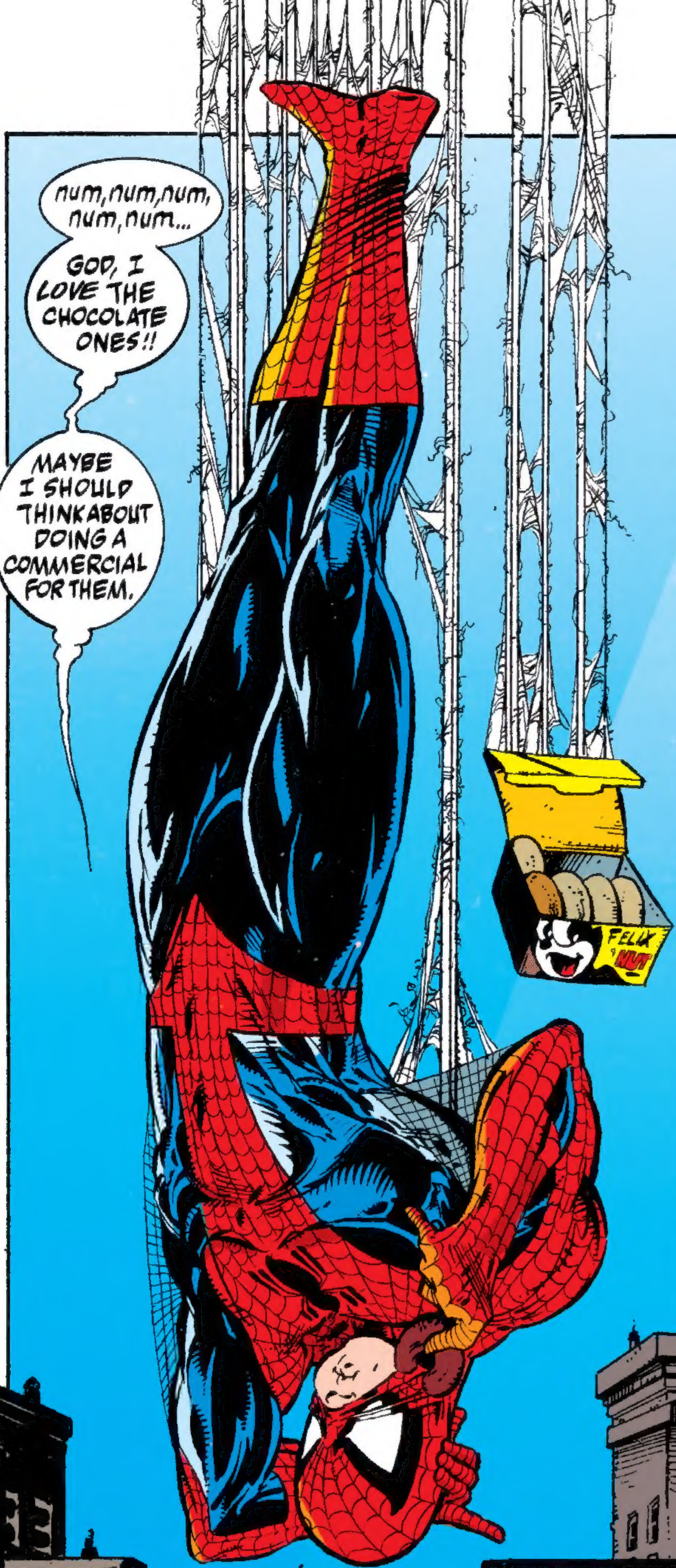
BESIDES, WHAT'S  
THE WORST THAT CAN  
HAPPEN?!

I'D BE STUCK  
WITH A FEW EXTRA  
PHOTOS OF PEOPLE  
LYING IN  
GUTTERS.

THAT I  
CAN SUPER-  
IMPOSE  
JONAH'S FACE  
ON!

I LIKE  
YOU,  
PETER.





num,num,num,  
num,num...

GOD, I  
LOVE THE  
CHOCOLATE  
ONES!!

MAYBE  
I SHOULD  
THINKABOUT  
DOING A  
COMMERCIAL  
FOR THEM.

EVEN IF THIS ISN'T  
HEADLINE NEWS, SOMETHING  
STRANGE IS DEFINITELY GOING  
ON. AND I DOUBT THAT ANY-  
ONE REALLY CARES MUCH  
ABOUT THE HOMELESS  
TO DO ANYTHING.

SO  
"PUSHOVER"  
PARKER  
LETS GUILT  
GET THE BETTER  
PART OF HIM  
AGAIN.



BUT--  
SINCE  
THERE IS  
A LULL IN  
THE ACTION--

--IT'S TIME TO MAKE  
ANOTHER DECISION. WILL IT  
BE THE RATHER SWEET LOOKING  
CARAMEL, THE EVER-TEMPTING APPLE-  
CINNAMON, THE SIMPLE, YET WELL-  
STATED VANILLA, OR--

--YA KNOW  
I'VE GOT TO  
BREAK THIS  
BAD HABIT  
OF TALKING  
TO MYSELF



IF PAULA AND  
M.C. CAN DO ONE,  
WHY NOT LOVEABLE  
LITTLE OL' ME?!

IT'D SURE BE A  
HECK OF A LOT FUNNER  
THAN HANGIN' OUT AT THIS  
ALLEYWAY. CARL SAID THIS  
WAS THE AREA WHERE  
THE BUMS  
DISAPPEARED.

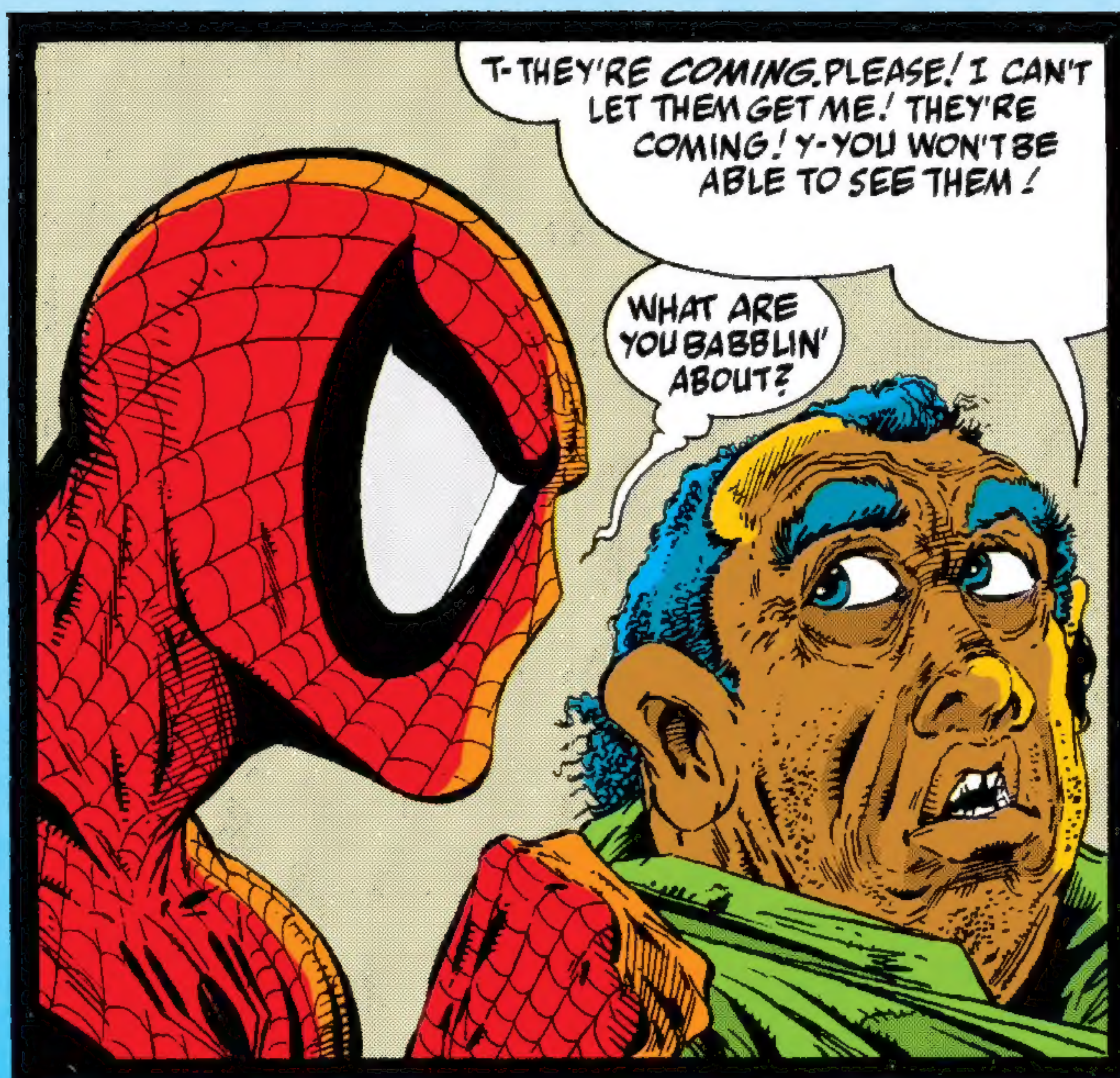
SO A BIT OF  
SURVEILLANCE  
JUST MIGHT PAY  
OFF--



HUH?!

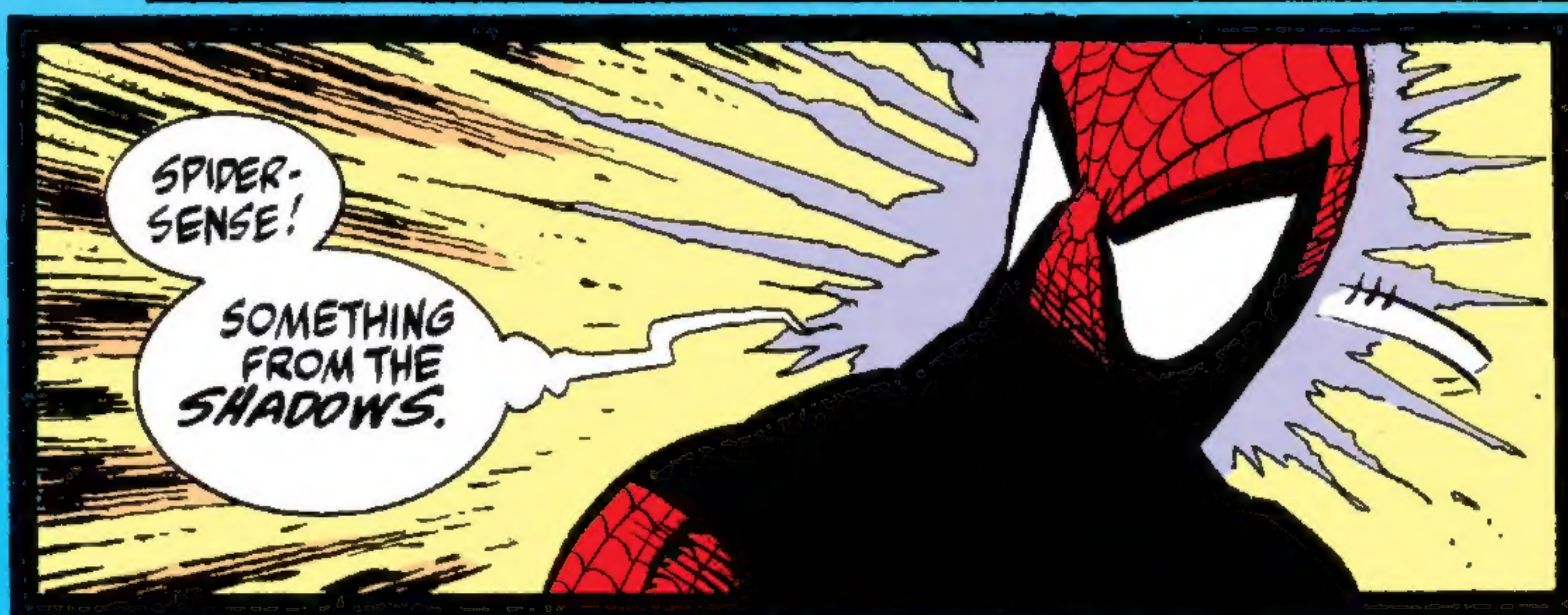
HELP!  
SOME-  
ONE  
HELP  
ME!





T- THEY'RE COMING. PLEASE! I CAN'T LET THEM GET ME! THEY'RE COMING! Y-YOU WON'T BE ABLE TO SEE THEM!

WHAT ARE YOU BABBLIN' ABOUT?



SPIDER-SENSE!

SOMETHING FROM THE SHADOWS.



HEY, BUDDY!

SLOW DOWN, MAN. WHAT'S THE RUSH?

YOU JUST RUINED MY LUNCH.



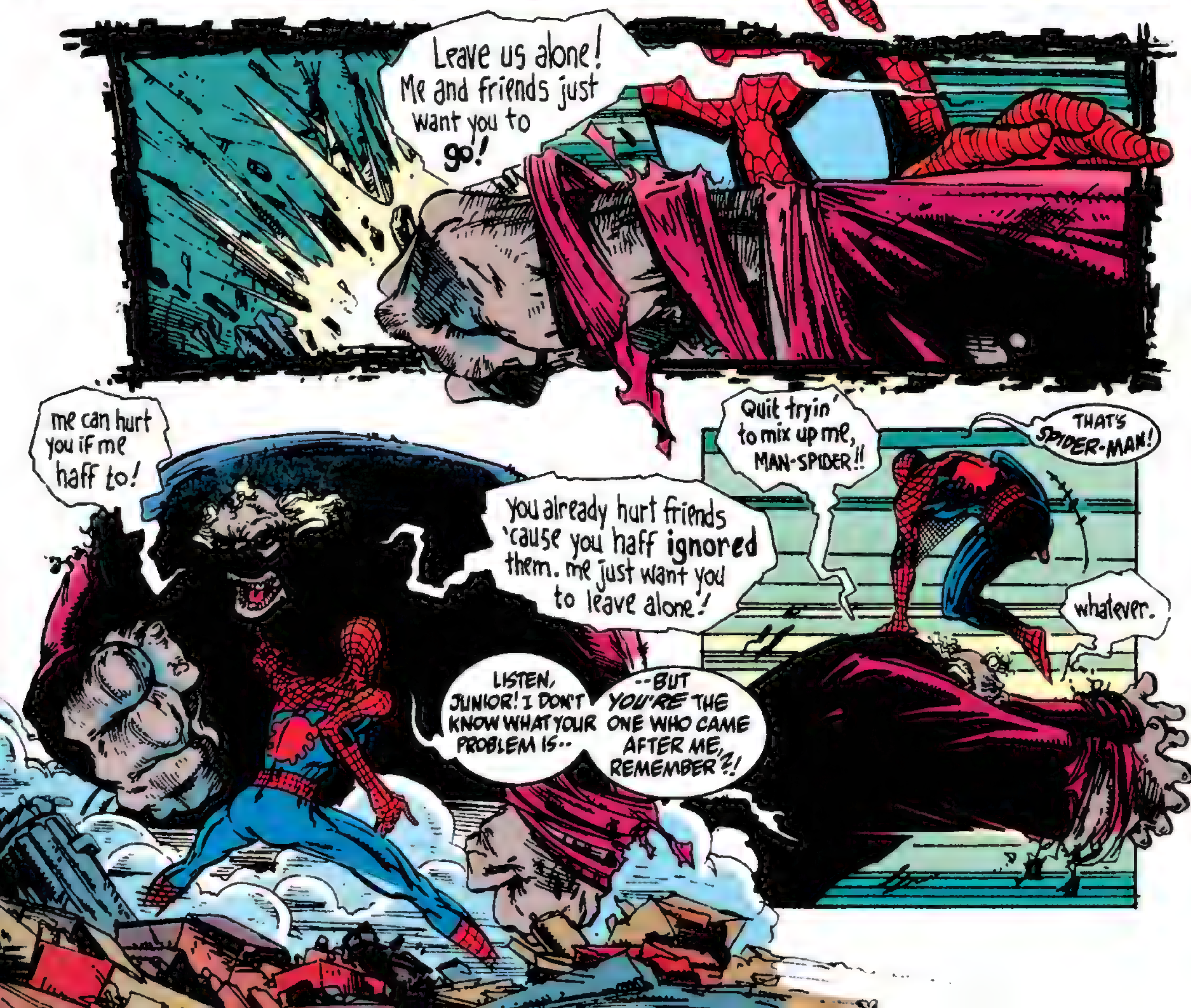
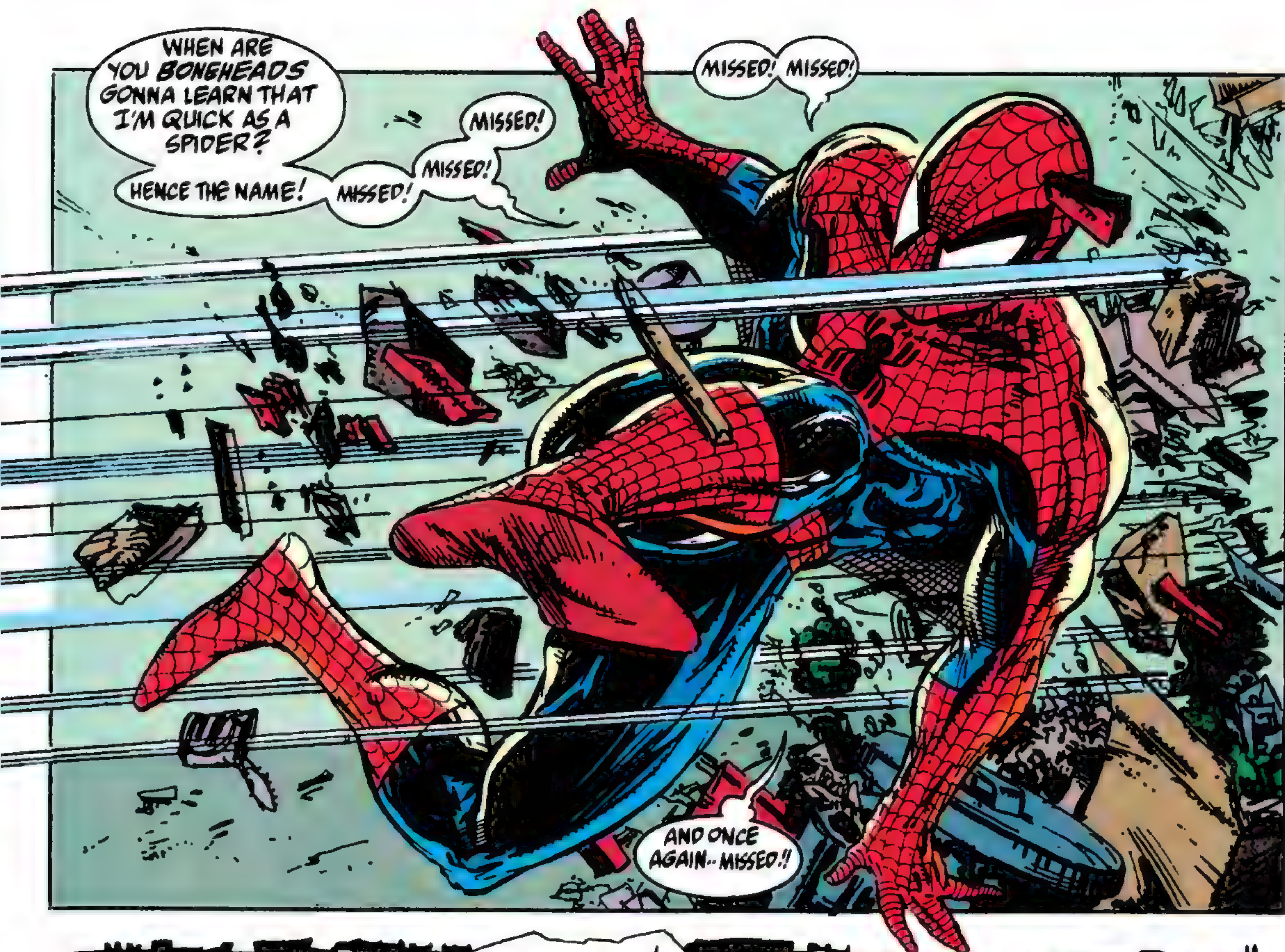
WHOA!

GARBAGE!

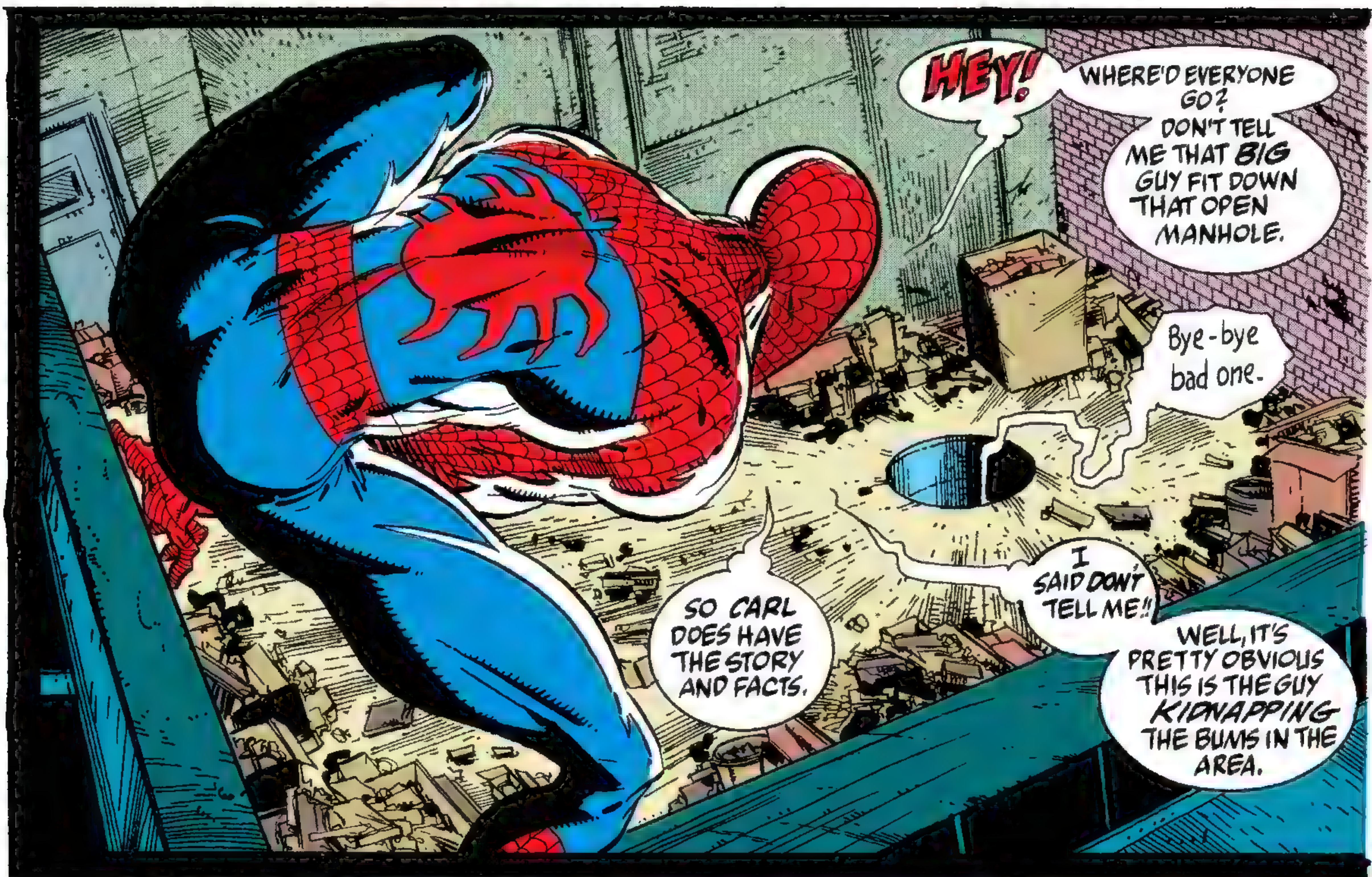
SOMEBODY'S TRYING TO BEAT ME UP WITH TRASH.

DO THESE GUYS LIVE ON A DIET OF IDIOT PILLS--OR WHAT?!









HEY!

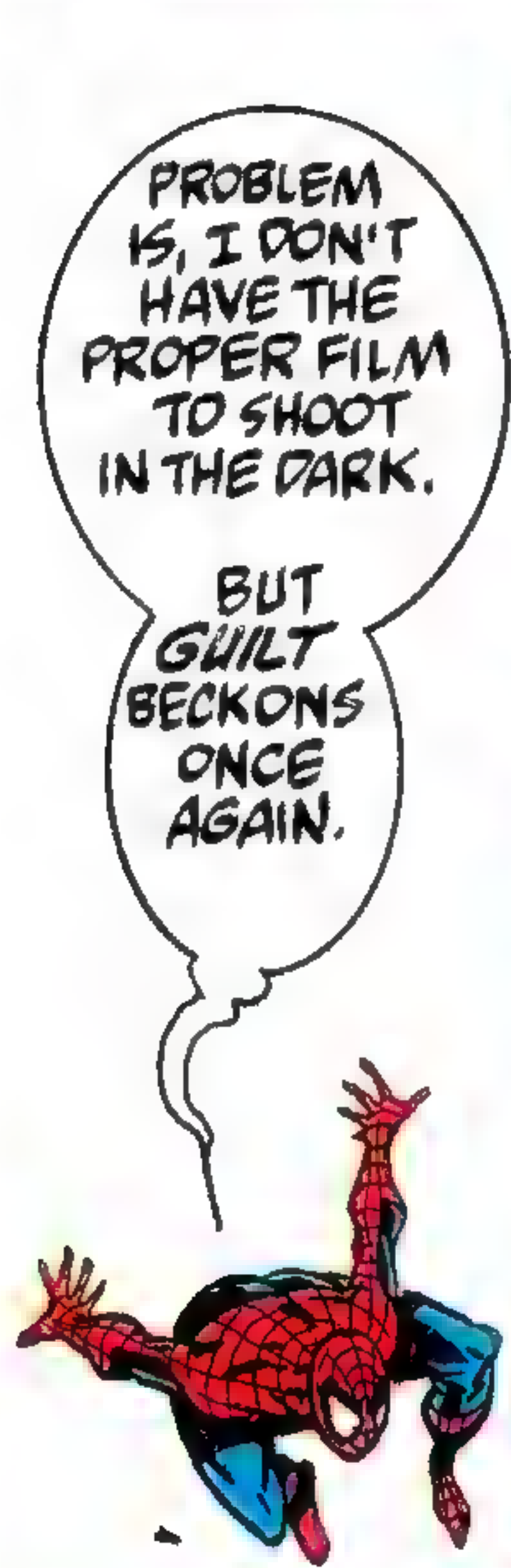
WHERE'D EVERYONE GO?  
DON'T TELL ME THAT **BIG GUY** FIT DOWN THAT OPEN MANHOLE.

Bye-bye bad one.

SO CARL DOES HAVE THE STORY AND FACTS.

I SAID DON'T TELL ME!!

WELL, IT'S PRETTY OBVIOUS THIS IS THE GUY **KIDNAPPING** THE BUMS IN THE AREA.

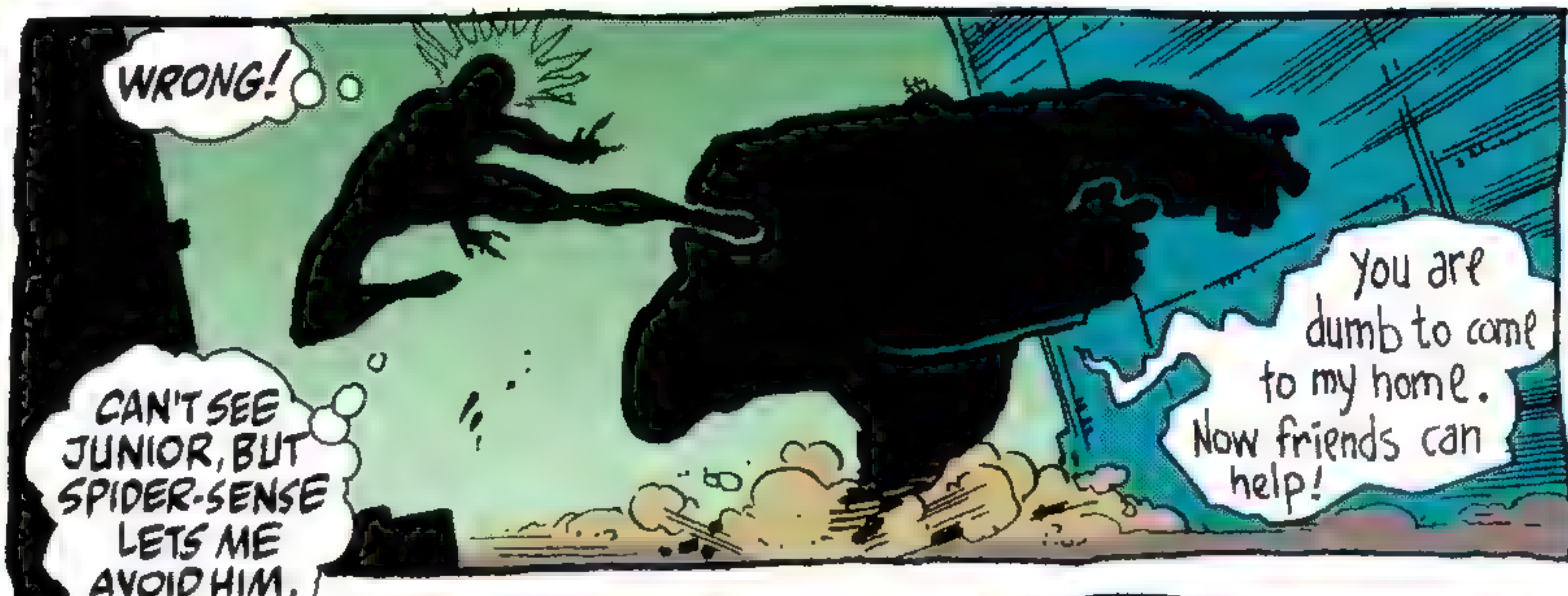


PROBLEM IS, I DON'T HAVE THE PROPER FILM TO SHOOT IN THE DARK.

BUT **GUILT** BECKONS ONCE AGAIN.

OH/OH! DARKER THAN I THOUGHT!

CAN'T SEE TWO INCHES.



WRONG!

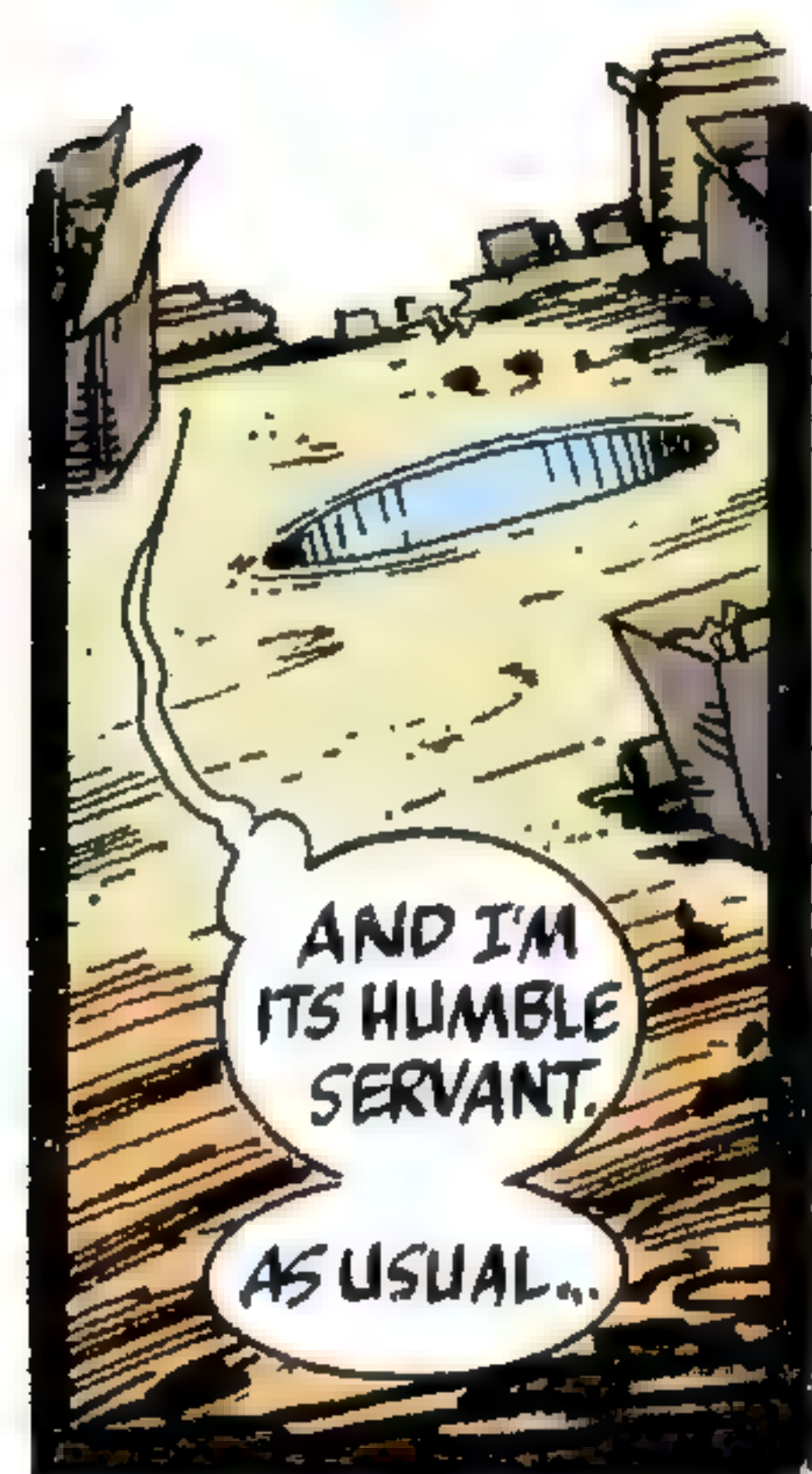
CAN'T SEE JUNIOR, BUT SPIDER-SENSE LETS ME AVOID HIM.

You are dumb to come to my home. Now friends can help!



FRIENDS?! JUST WHAT I NEED!

git the man-bug.



AND I'M ITS HUMBLE SERVANT.

AS USUAL...



MAYBE THIS WASN'T SUCH A **GREAT** IDEA. UH?! SOUNDS LIKE THE SUBWAY TRAIN COMING.



IF I CAN'T SEE--

--I CAN'T HIT S000000!



I'M OUTTA HERE!



I DON'T CARE ABOUT YOUR REASONS. YOU KNOW HOW I FEEL!

VENOM HURT ME. HURT ME BAD! I DON'T BOTHER YOU WITH THAT BECAUSE YOU'VE GOT YOUR OWN PROBLEMS. BUT THE SIGHT OF SEEING YOU IN THAT BLACK COSTUME AGAIN WOULD BE TOO MUCH.

I DON'T ASK FOR MANY THINGS, PETER. I KNEW WHAT I WAS GETTING INTO WHEN WE GOT MARRIED--

--BUT THIS IS ONE TIME I CAN'T FORGET MY FEELINGS!

M.J., PLEASE! I'M NOT TRYING TO PUSH THIS ON YOU!

THEN WHAT DO YOU CALL IT?

PETER, NO!

NO!

NO!

NO!

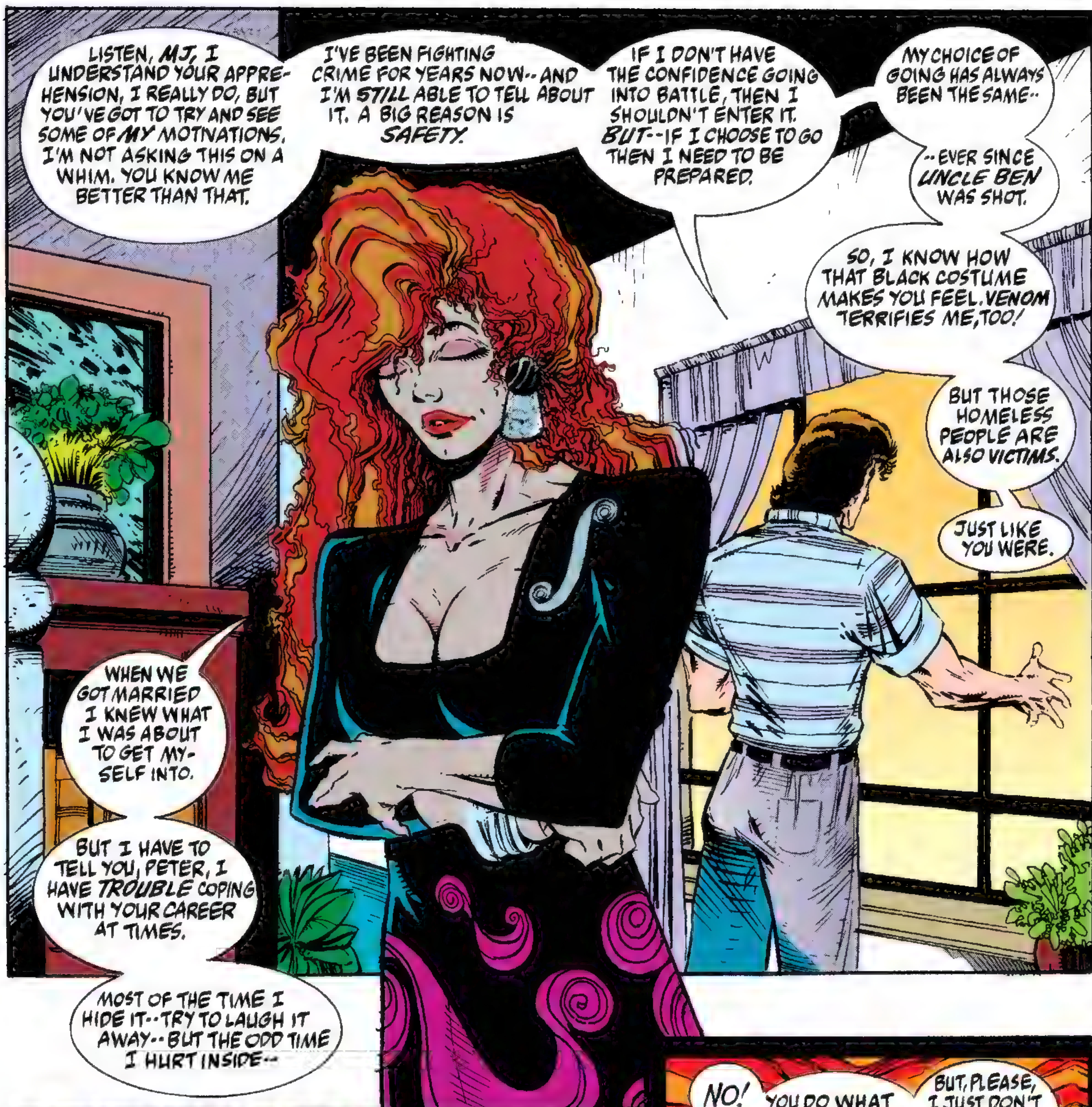
REALITY.

LISTEN, SWEETY, I DON'T WANT TO FIGHT. BUT I'VE BEEN SPIDEY FOR A WHILE NOW--

-- AND I KNOW WHAT IT TAKES TO WIN. THESE UNDERGROUND FOLKS SEE MY COSTUME LIKE A BEACON. I NEED TO PROTECT MYSELF.

MORE IMPORTANT, I NEED TO FIND THE BUMS THAT ARE MISSING!





LISTEN, M.J., I UNDERSTAND YOUR APPREHENSION, I REALLY DO, BUT YOU'VE GOT TO TRY AND SEE SOME OF MY MOTIVATIONS. I'M NOT ASKING THIS ON A WHIM. YOU KNOW ME BETTER THAN THAT.

I'VE BEEN FIGHTING CRIME FOR YEARS NOW-- AND I'M STILL ABLE TO TELL ABOUT IT. A BIG REASON IS SAFETY.

IF I DON'T HAVE THE CONFIDENCE GOING INTO BATTLE, THEN I SHOULDN'T ENTER IT. BUT--IF I CHOOSE TO GO THEN I NEED TO BE PREPARED.

MY CHOICE OF GOING HAS ALWAYS BEEN THE SAME--

--EVER SINCE UNCLE BEN WAS SHOT.

SO, I KNOW HOW THAT BLACK COSTUME MAKES YOU FEEL. VENOM TERRIFIES ME, TOO!

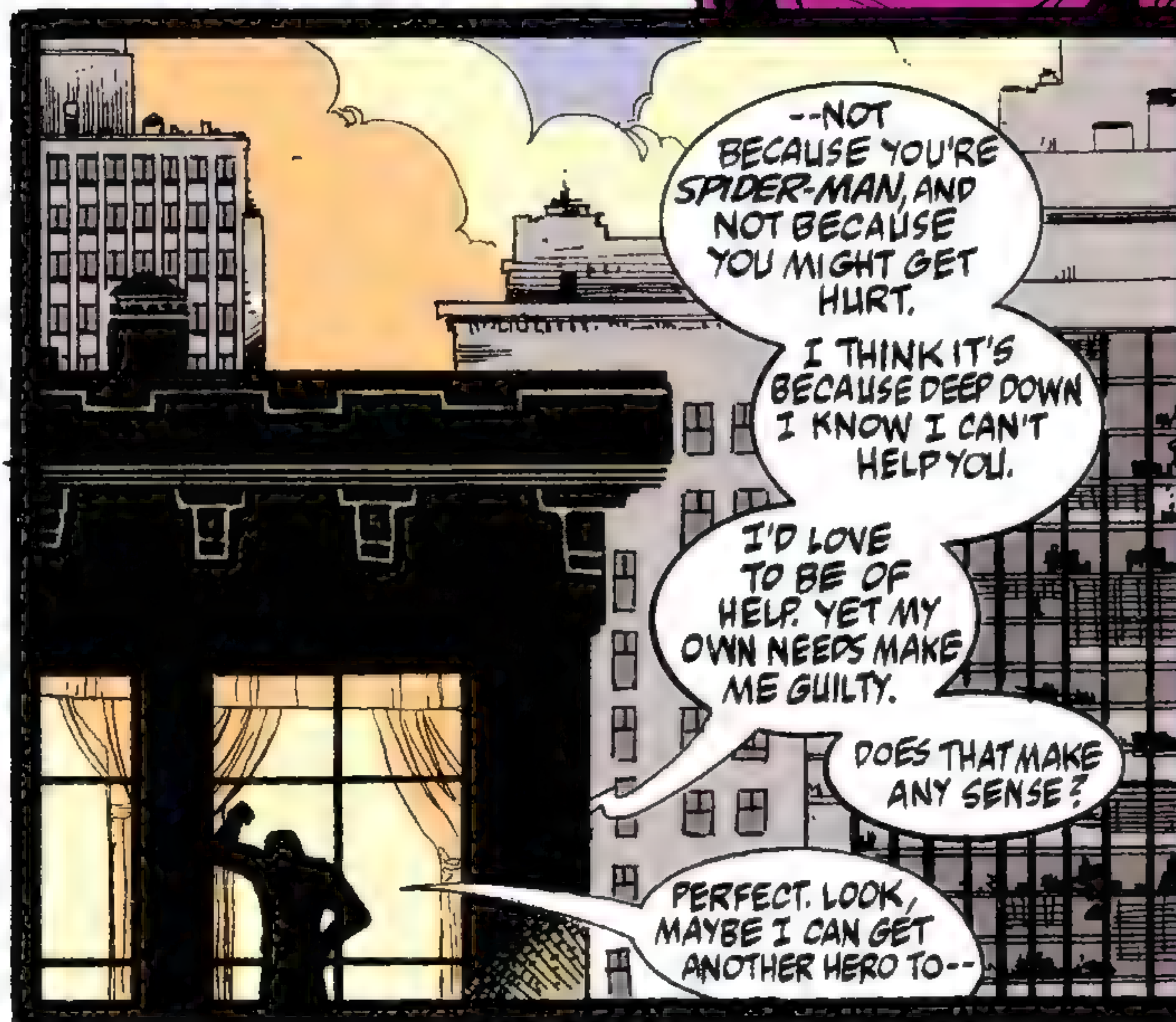
BUT THOSE HOMELESS PEOPLE ARE ALSO VICTIMS.

JUST LIKE YOU WERE.

WHEN WE GOT MARRIED I KNEW WHAT I WAS ABOUT TO GET MYSELF INTO.

BUT I HAVE TO TELL YOU, PETER, I HAVE TROUBLE COPING WITH YOUR CAREER AT TIMES.

MOST OF THE TIME I HIDE IT--TRY TO LAUGH IT AWAY--BUT THE ODD TIME I HURT INSIDE--



--NOT BECAUSE YOU'RE SPIDER-MAN, AND NOT BECAUSE YOU MIGHT GET HURT.

I THINK IT'S BECAUSE DEEP DOWN I KNOW I CAN'T HELP YOU.

I'D LOVE TO BE OF HELP. YET MY OWN NEEDS MAKE ME GUILTY.

DOES THAT MAKE ANY SENSE?

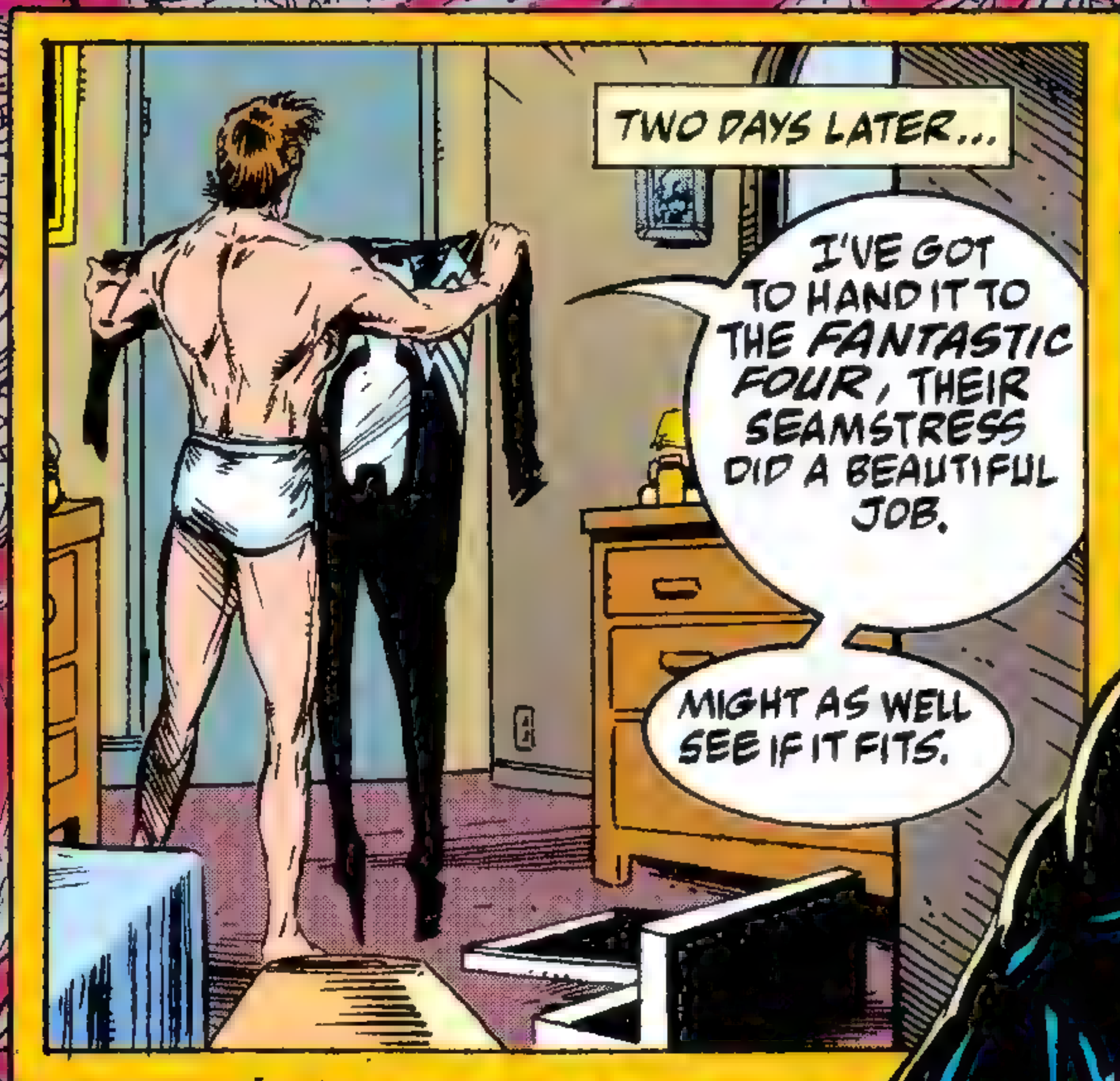
PERFECT. LOOK, MAYBE I CAN GET ANOTHER HERO TO--



NO! YOU DO WHAT YOU HAVE TO.

BUT, PLEASE, I JUST DON'T WANT TO SEE IT.

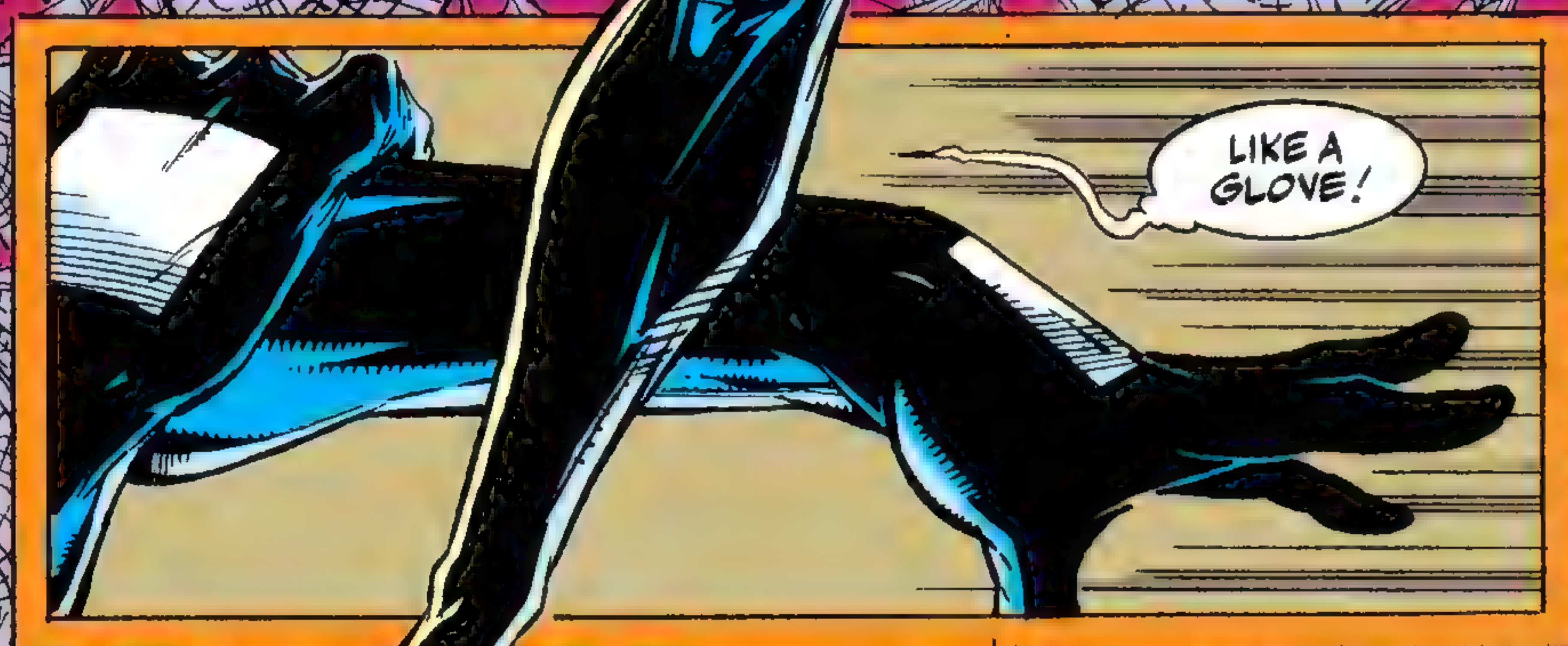




TWO DAYS LATER...

I'VE GOT TO HAND IT TO THE FANTASTIC FOUR, THEIR SEAMSTRESS DID A BEAUTIFUL JOB.

MIGHT AS WELL SEE IF IT FITS.



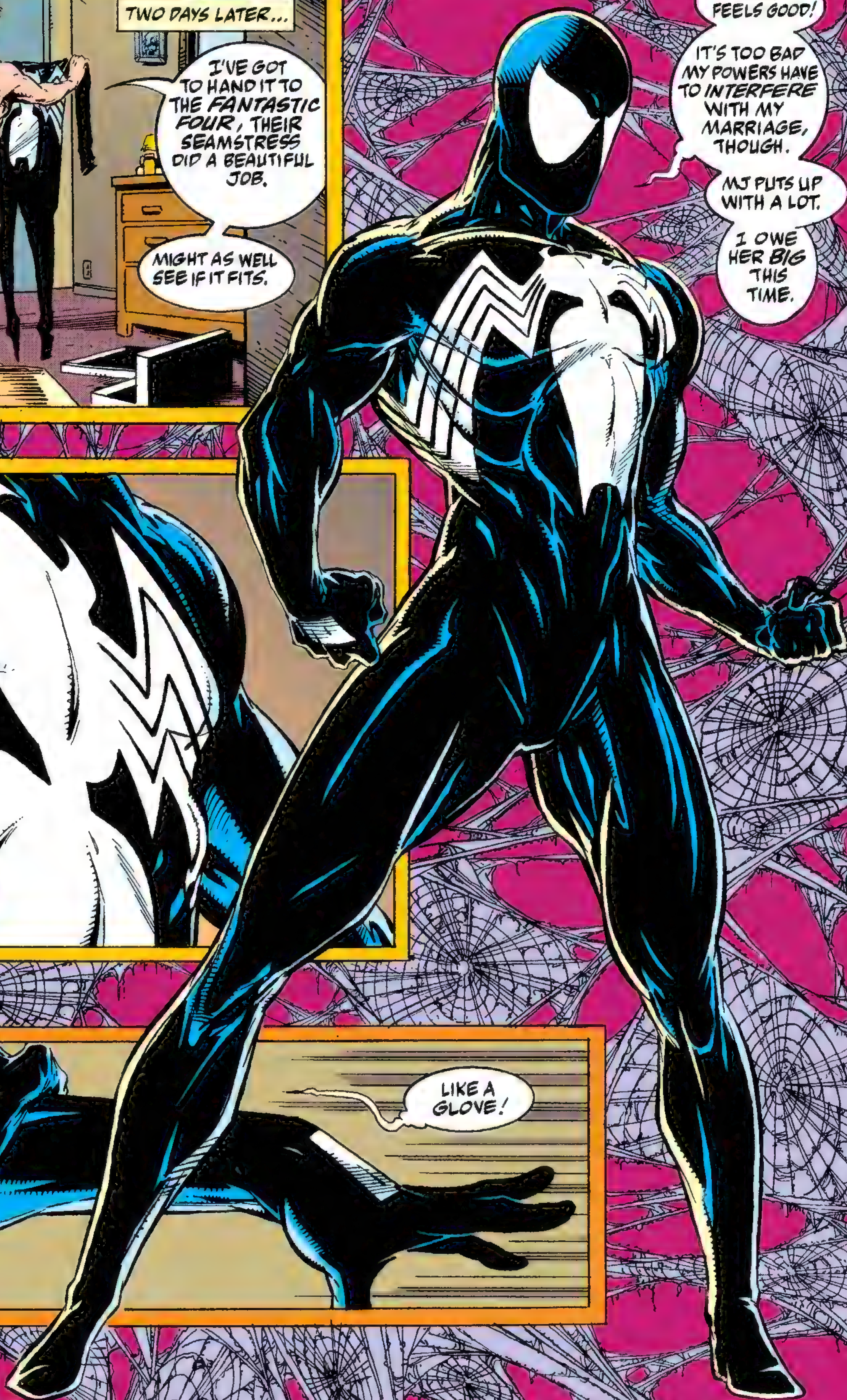
LIKE A GLOVE!

KINDA FEELS GOOD!

IT'S TOO BAD MY POWERS HAVE TO INTERFERE WITH MY MARRIAGE, THOUGH.

MJ PUTS UP WITH A LOT.

I OWE HER BIG THIS TIME.





NEW YORK. THAT  
SAME NIGHT.

ANOTHER HOMELESS  
BUM HAS BEEN SNATCHED  
TO THE DARKNESS  
BELOW.



♪ Me am  
good.

me am  
♪ good.

♪ me am  
got a bad  
one.

This one be  
not as soft  
as last one.  
Took four  
hits to  
put down.



But he was  
still mad that  
him I picked.

It's 'cause I  
♥ WUV ♥ you  
bad one --

-- no, not  
really.



HA-HA-HA!  
me am so  
funny!



me almost  
home now.

you  
stay here  
bad one,

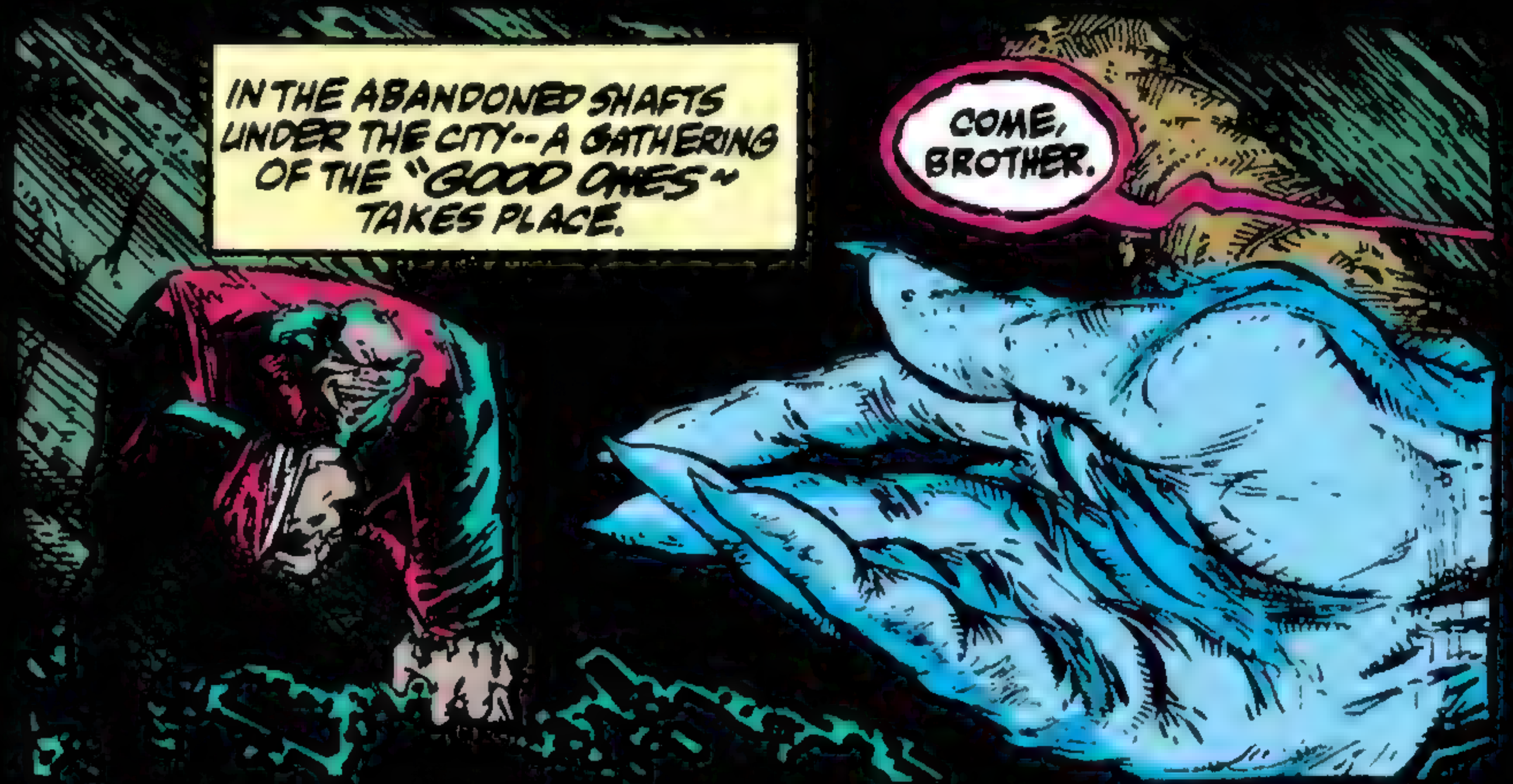
Time for me to  
tell leader you am  
here. He soon  
be hungry.

me  
too!



IN THE ABANDONED SHAFTS  
UNDER THE CITY-- A GATHERING  
OF THE "GOOD ONES"  
TAKES PLACE.

COME,  
BROTHER.





A full-page comic book illustration. In the center, Morbis the Blue Beetle II, with his long, flowing blue hair and red eyes, is shown from the chest up, wearing a blue suit. He is gesturing with his right hand towards a group of mutants. To his left, a mutant with a large, yellow, horned head and a blue body looks on. Behind Morbis, a mutant with long, wavy blue hair and a blue body is visible. To the right, a mutant with a large, blue, horned head and a blue body is shown. In the bottom right corner, a mutant with long, white hair and a blue body is looking up at Morbis. The background is a dark, rocky landscape with a large, yellow, horned head in the distance.

ONCE AGAIN, MY DEAR  
FRIENDS, YOU *HUMBLE* ME.  
IN THE FEW WEEKS I'VE BEEN  
WITH YOU. YOUR WANTING  
TO PLEASE ME--


--HAS BEEN MOST  
EVIDENT TO CALL ME  
YOUR LEADER SHOWS  
A SIDE OF YOU THAT  
THOSE ABOVE WILL  
RARELY UNDERSTAND.

AND I PROMISE  
YOU THAT YOUR  
LOYALTY WILL NOT  
GO UNREWARDED!

I HAVE FELT YOUR *TORMENT*  
AND BEEN REJECTED BY OTHERS.  
WE ARE NOT SO DIFFERENT...  
YOU AND I. BOTH OF US HAVE  
BEEN *DISREGARDED*  
BY SOCIETY.

**I, MORBIUS,**  
WILL NOT FORGET YOU!






YOU KNOW THAT  
I DRINK BLOOD  
TO SURVIVE.

SOMETIMES, MY GUILT  
AND SELF-LOATHING BECOME  
ALMOST UNENDURABLE. I--A  
PHYSICIAN WHO ONCE  
SAVED LIVES, NOW FORCED  
TO TAKE THEM.


YOU AT LEAST  
HAVE SPARED ME  
THE AGONY OF  
CHOOSING THOSE  
WHO WILL DIE SO  
THAT I MUST LIVE.

SINCE I'M  
FORCED TO HIDE  
FROM THE SUNLIGHT,  
YOU, MY FRIENDS,  
HAVE PROVIDED MY  
MEALS--



--IN RETURN, I PROTECT YOU  
FROM THOSE WHO WOULD PREY  
UPON YOU. BITTER IRONY, INDEED  
I COULD ALMOST LAUGH, BUT  
IF I DID, I FEAR--

--THAT I  
MIGHT NEVER  
STOP.

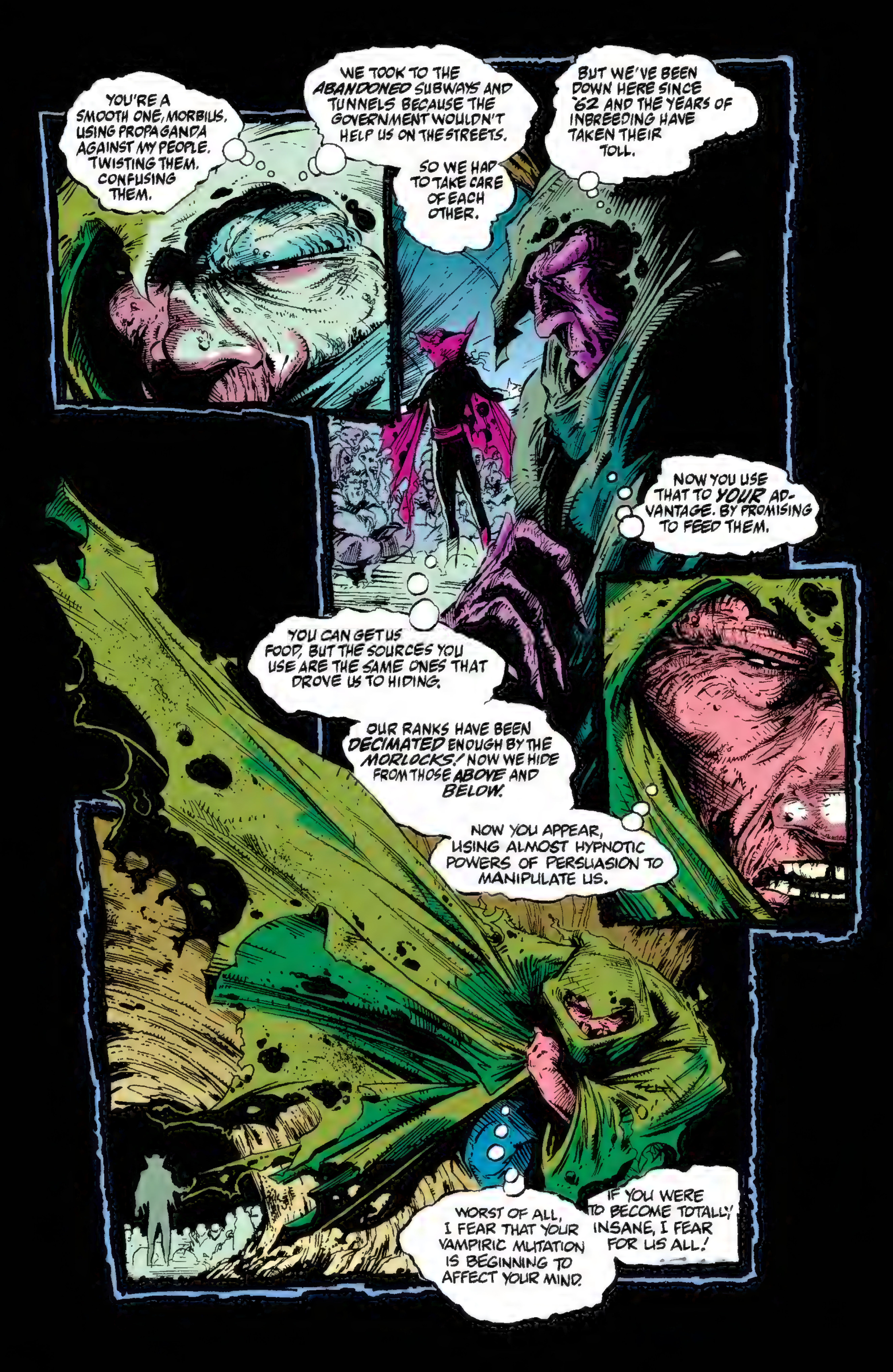


MY CONTACTS  
WITH THE OUTSIDE  
CAN HELP US IN  
SOME MINOR  
WAYS.

I'M ESPECIALLY  
PLEASED BY  
YOUR EFFORTS,  
KEEVER.

'Keever is  
goodest of 'em  
all!





YOU'RE A  
SMOOTH ONE, MORBIUS,  
USING PROPAGANDA  
AGAINST MY PEOPLE.  
TWISTING THEM,  
CONFUSING  
THEM.

WE TOOK TO THE  
ABANDONED SUBWAYS AND  
TUNNELS BECAUSE THE  
GOVERNMENT WOULDN'T  
HELP US ON THE STREETS.

BUT WE'VE BEEN  
DOWN HERE SINCE  
'62 AND THE YEARS OF  
INBREEDING HAVE  
TAKEN THEIR  
TOLL.

SO WE HAD  
TO TAKE CARE  
OF EACH  
OTHER.

NOW YOU USE  
THAT TO *YOUR* AD-  
VANTAGE. BY PROMISING  
TO FEED THEM.

YOU CAN GET US  
FOOD, BUT THE SOURCES YOU  
USE ARE THE SAME ONES THAT  
DROVE US TO HIDING.


OUR RANKS HAVE BEEN  
DECIMATED ENOUGH BY THE  
MORLOCKS! NOW WE HIDE  
FROM THOSE ABOVE AND  
BELOW.

NOW YOU APPEAR,  
USING ALMOST HYPNOTIC  
POWERS OF PERSUASION TO  
MANIPULATE US.

WORST OF ALL,  
I FEAR THAT YOUR  
VAMPIRIC MUTATION  
IS BEGINNING TO  
AFFECT YOUR MIND.

IF YOU WERE  
TO BECOME TOTALLY  
INSANE, I FEAR  
FOR US ALL!





YOU'D THINK AFTER ALL THIS  
TIME I'D HAVE A HANDLE ON  
HOW TO KEEP THE CRIME-  
FIGHTING FROM THE REST OF  
MY LIFE.

IT NEVER SEEMS TO  
WORK OUT THAT  
WAY. INSTEAD OF  
THE CROOKS  
GETTING  
MESSED UP---

--THEY JUST  
CONTINUE TO  
GO THEIR MERRY  
WAY. AFTER ALL  
THESE YEARS  
THEY STILL DON'T  
FEAR US!

WHY SHOULD THEY?  
THEY KNOW HOW  
TO USE THE LAW  
BETTER THAN WE  
DO.

THOR, CAP, THE F.F. HECK!  
EVEN GUYS LIKE GHOST  
RIDER AND PUNISHER  
ARE IN THEIR FACE-- YET  
THEY'VE ALWAYS GOT  
A NEW SCAM.

WHAT'S EVEN CRAZIER,  
IS THERE ARE PROBABLY  
THOUSANDS OF KIDS WHO  
WOULD LOVE TO HAVE MY  
JOB! JOKE'S ON THEM.



THE SAD PART IS  
I SOMETIMES PUT  
MYSELF THROUGH  
THIS JUST TO GET  
A PHOTO.

SO WHO'S THE  
BIGGER FOOL--  
THEM OR ME!

ANYWAYS, THERE'S  
THE MANHOLE THAT  
I CAME UP THE  
OTHER DAY.



MY BLACK COSTUME  
SHOULD BE ABLE TO  
GIVE ME A BIT MORE  
CAMOUFLAGE  
AGAINST THESE  
MOLE PEOPLE--OR  
WHATEVER THEY  
ARE.

OF COURSE, ALL  
MY PLANS HAVE  
WORKED OUT SOOO  
PERFECTLY  
IN THE PAST.

CAN YOU SAY  
MULTIPLE SCREW-  
UPS, BOYS AND GIRLS?



GEEZ. IS IT  
DARK! BEEN  
NEARLY HALF  
AN HOUR AND  
MY EYES STILL  
HAVEN'T GOTTEN  
USED TO THE  
DARKNESS.  
GUESS I'LL JUST  
SIT HERE TILL  
THEY ADJUST.

EH?! MY  
SPIDER-SENSE  
ALREADY!  
MAYBE I  
SHOULDN'T HAVE  
PUT SUCH A  
BIG SPIDER  
EMBLEM  
ON MY  
CHEST!







It looks like a  
**bad** one that the  
leader will like!

Let's get 'im!  
Trade for more  
food.

A BUNCH OF  
THEM  
COMING FROM  
BEHIND!

CAN BARELY MAKE  
THEM OUT!

SPIDER-SENSE TELLS ME THEY'RE  
HERE, BUT NOT THE DIRECTION  
THEY'RE COMING

FEELS LIKE  
THEY'RE EVERY-  
WHERE!!

OH, NO!  
MORE FROM  
THE LEFT--  
AND THE  
RIGHT!  
CAN'T QUITE  
SEE THEM  
ALL!

the **bad** one!  
the **bad** one!  
the **bad** one!  
the **bad** one!



I'm  
hungry!

Some one get  
the **leader**!  
fast!

really  
fast!





Leader!! Leader!  
We've been invaded by  
a black badone!

EXCELLENT!

THOUGH I'M SURE  
DR. STRANGE WOULDN'T  
APPROVE, LET'S SHOW OUR  
GUEST WHO RULES THE  
UNDERGROUND!

NO ONE  
TRESPASSES  
WITHOUT  
PAYING  
THE PRICE!

NEXT ISSUE:  
*The Conclusion!*



# ÜBERSOLDIER



**DCP**  
**DIGITAL**